

Exhibit A

Selendy & Gay

Firm Résumé

Selendy
& Gay

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Executive Summary

Our partners have earned industry-leading reputations by winning high stakes matters in nearly every type of complex commercial litigation, arbitration, and investigation. Our partners **have** deep expertise in a wide area of complex commercial matters, and have represented clients across an array of practice areas, including: antitrust, appellate, arbitration, bankruptcy & insolvency, class actions, complex commercial disputes, consumer & healthcare products, corporate governance & shareholder rights, environmental litigation, executive crisis management & employment disputes, private equity & hedge funds, public interest & pro bono, securities & structured finance, and white-collar litigation and investigations.

Unparalleled Victories

Our victories in litigation are unparalleled and unprecedented. We have obtained over \$45 billion in recoveries, including the two largest residential mortgage-backed securities (RMBS) recoveries in U.S. history. Selendy & Gay's approach to litigating is always state-of-the-art, backed by extraordinary levels of analytical due diligence and a focus on trial-readiness that has been proven to yield optimal outcomes. We seek to establish an immediate advantage for our clients by narrowing the issues for trial, including through innovative approaches to discovery (such as through the use of statistical sampling in cases involving voluminous evidence) and targeted motions for partial summary judgment that can dismantle our opponent's best defenses before trial even begins.

A New Paradigm

While Selendy & Gay opened its doors in 2018, we are not new to the market. Our attorneys have been recognized by top-tier publications and have received virtually every recognition awarded by the legal industry. We have gathered legal talent of the highest caliber at our firm—the smartest minds, the most agile courtroom lawyers, and the most creative strategists. By re-thinking law firm structure, operations, and culture, we have also crafted an environment for our lawyers to serve our clients' needs with focus and efficiency.

Deep Expertise, Premier Litigators

As plaintiffs' counsel, we have pioneered claims, and even practice areas, that recovered billions of dollars and held institutional giants accountable. As defense counsel, we have won bet-the-company cases that threatened the existence of our clients' businesses and business models, vindicated individuals in aggressive white-collar prosecutions, and counseled clients successfully in fast-moving investigations. Our attorneys have been recognized by the leading industry publications.



Our Representative Engagements

- **Federal Housing Finance Agency** in a one-month securities misrepresentation trial in the Southern District of New York, in which plaintiff asserted claims under the Securities Act of 1933 and the Blue Sky statutes of D.C. and Virginia based on statements made by Nomura and RBS in offering materials for residential mortgage-backed securities. After the presentation of over 40 witnesses, including a dozen experts, FHFA won on all of its claims, obtaining over \$800 million for U.S. taxpayers from Nomura and RBS. The judgment was unanimously affirmed by the Second Circuit.
- **Federal Housing Finance Agency**, for over seven years in the Southern District of New York, the District of Connecticut, and the Central District of California, as lead counsel across FHFA's entire platform of RMBS litigation, obtaining \$25 billion in settlements for U.S. taxpayers in residential mortgage-backed securities suits against Bank of America, Barclays, Citigroup, Credit Suisse, Countrywide, Deutsche Bank, First Horizon, Goldman Sachs, HSBC, JPMorgan, Merrill Lynch, RBS, and UBS.
- **A proposed class of cryptocurrency investors** alleging that the controllers of the cryptocurrency exchange Bitfinex falsely represented that their purportedly "stable" cryptocurrency Tether was backed by U.S. Dollars in order to control the price of Bitcoin and other cryptocurrencies in an elaborate market-manipulation scheme that cost investors hundreds of billions of dollars.
- **Proposed classes of cryptocurrency investors** alleging that four cryptocurrency exchanges and seven cryptocurrency issuers sold unregistered digital tokens to the public in violation of federal and state securities laws.
- **Public servants** in a class action lawsuit against loan servicer Navient, alleging a wrongful denial of their right to Public Service Loan Forgiveness.
- **American Federation of Teachers**, a public servants union, and other investors in a class action against most major money center banks (including Goldman Sachs, Merrill Lynch, Barclays, Citigroup, and others) in litigation arising from their dealings in the \$13 trillion U.S. Treasuries market and alleging violations of the Sherman Act based on collusion.
- **Cerberus Capital Management**, a leading private equity firm with more than \$40 billion under management, as plaintiff in a \$950 million breach of contract action against the Canadian Imperial Bank of Commerce, one of Canada's largest banks. New York's Appellate Division, First Department agreed with Cerberus' interpretation of the agreements and held that CIBC's contrary interpretation was "unmoored" from the contracts. The case is now proceeding through discovery.
- **Ambac Financial Group, Inc.**, a financial services holding company, as plaintiff in an action seeking recovery of more than \$2 billion in damages from Countrywide Financial (and its parent, Bank of America) for alleged misconduct that played a substantial role in causing the global financial crisis of 2008.
- **MBIA**, a monoline insurer, against Bank of America, Countrywide, and related entities in litigation in New York state court arising out of securitization insurance. We obtained a series of rulings including at summary judgment that set the basic framework for RMBS litigation nationwide, ultimately allowing MBIA to survive as a going concern and to achieve a multi-billion dollar settlement including the commutation of \$7.4 billion in swaps.
- **Altaba (formerly Yahoo Inc.)**, against BNY Mellon Trust in Delaware Chancery Court, obtaining dismissal at the pleading stage of a claim that our client owed \$300 million under a \$1.4 billion convertible note agreement after the sale of Yahoo's operating business to Verizon.
- **U.S. Bank**, as trustee, in multiple actions, including:
 - In a RMBS repurchase action against UBS Real Estate Securities, for losses suffered by three UBS-sponsored RMBS trusts. The case was the first RMBS trustee repurchase action to go to trial, and the settlement—an unprecedented \$850 million recovery—constitutes the largest recovery ever achieved in such a case.
 - Against GreenPoint Mortgage Funding in New York Supreme Court, Commercial Division, obtaining \$540 million settlement in breach-of-warranty suit over a defective RMBS trust.

- Against investment bank Merrill Lynch, regarding defective mortgages originated by a ResMAE that were sold into two RMBS trusts. The court ruled in our client's favor on all loan-level issues raised, including its motion to strike a loss-causation defense. This precedent-setting case proved that an ambiguous term in a contract was a guaranty, and that plaintiffs did not have to show that defects in mortgages caused a loss to assert a repurchase claim.
- **CIFG**, a family of financial guaranty companies, against Bear Stearns in a suit seeking to hold Bear Stearns (and JPMorgan, as its successor) accountable for both the RMBS and collateralized debt obligations it created and sold, contributing to the housing and global financial crisis of 2008.
- A **securities administrator** for the Natixis Real Estate Capital Trust 2007-HE2 Trust, in a repurchase action against Natixis Real Estate Capital Inc. This case represents the largest exposure for Natixis resulting from the mortgage crisis; the trust's losses total over \$500 million. The case has also made new law; in a matter of first impression, we obtained a ruling from New York's Appellate Division, First Department that a non-trustee could assert claims on behalf of a trust against Natixis as the trust sponsor.
- **AIG**, in Article 77 proceedings initiated by RMBS trustees over the distribution methodology in a \$8.5 billion settlement with Bank of America and a \$4.5 billion settlement with JPMorgan.
- **Crestview Partners**, a private equity firm, in a six-day trial in the Delaware Court of Chancery against billionaire William Koch to enforce the contractual right to conduct a sale of Koch's Oxbow Carbon LLC in which the fund had bought a minority interest. The court ruled in favor of our client, permitting Crestview to cash out its \$150 million investment in the company.
- **Athilon Capital Corp.**, a financial services firm, in a trial victory in the Delaware Court of Chancery involving claims of breach of fiduciary duty, breach of contract, and fraudulent transfer claims that sought hundreds of millions of dollars in damages, as well as a court order which would have forced our client, the defendant, to liquidate its assets and close the business entirely. The press described this trial victory as a "resounding win" in a "literal bet-the-company case" that set precedent concerning the test for insolvency under Delaware law and that was affirmed by the Delaware Supreme Court.
- **Mudrick Capital**, an investment advisor, in a trial victory in the Delaware Court of Chancery, resulting from an action commenced under Section 220 of Delaware's General Corporation Law seeking corporate books and records to investigate an allegedly unfair merger. In an order adopting many of our factual allegations regarding the proposed merger, the defendant was ordered to produce e-mails from each of its CEO, the general counsel, and the chair of the special committee that had approved the merger. One day after the ruling, the defendant-company called off the challenged merger rather than face potential applications to enjoin the merger and breach of fiduciary claims—an extremely rare but favorable result for our client.
- **MassMutual**, one of the largest U.S. insurance companies, in a corporate governance suit arising out of its investment in Scottish Re. We achieved a full dismissal in the New York State Commercial Division of breach of fiduciary duty and waste claims asserted against shareholder clients, with the dismissal upheld on appeal.
- A **New York partnership**, in obtaining a landmark decision from the New York Court of Appeals that upheld the application of a series of valuation discounts in the case of a wrongful partnership dissolution. This decision ultimately set forth the standards for the dissolution of partnerships under New York law.
- **Directors of MSR Hotels & Resorts Inc.**, in a three-day hearing in the Southern District of New York Bankruptcy Court. We successfully represented defendant investment fund directors and executives against claims of breach of fiduciary duty. All claims were dismissed in their entirety.

Our Practice Capabilities

Class Actions

In cases with billions of dollars on the line, Selendy & Gay's partners have achieved results for plaintiffs and defendants at every phase of the national class action process, in matters including antitrust, consumer disputes, insurance, intellectual property, privacy and data breaches, RICO, and securities fraud.

We have served as national trial and coordinating counsel for large companies facing serial class action litigation, whether filed in selected "hot" venues or as multi-district litigation. Our representation of both plaintiffs and defendants has helped us create outside-the-box strategies that go beyond typical class action practice. Our deep reservoir of trial skills creates momentum to the earliest possible resolution. Our successes include leveraging our relationships with the plaintiffs' bar to obtain stays of discovery or early dismissals; victories for plaintiffs and defendants at the class certification, Daubert, and summary judgment stages; prevailing at trial in liability and damages phases; and obtaining high-value settlements.

We frequently work in parallel with regulators, government investigators, or criminal prosecutors to effectuate truly comprehensive and cost-effective resolutions.

Securities & Structured Finance

We have litigated to verdict or settlement many of the highest-stakes cases in the history of the field, establishing key precedents in securities law and winning landmark victories that include recoveries in excess of 100 percent of market losses. Our recoveries for our clients total over \$45 billion. On the defense side, we frequently succeed in having claims dismissed early or in negotiating favorable resolutions for clients.

Our mastery in structured finance and related insurance matters includes mortgage-backed obligations, synthetic and asset-backed collateralized debt obligations, credit-default swaps, credit-linked notes, financial guaranty insurance, reinsurance, and other complex financial structures.

Selendy & Gay's partners also have a track record of working closely with private equity and hedge funds, not only to overcome the recurring litigation risks that funds face across industry sectors, but also to capitalize on opportunities where litigation drives an investment's value. This expertise, combined with our proven trial skills, have resulted in successes in a broad array of matters involving insider trading, market timing, distressed investments, adversary proceedings in bankruptcy, claims of breach of fiduciary duty and self-dealing, PIPEs investing, and disputes of many types with the nation's largest banks and broker dealers, among others. We have also leveraged our experience and familiarity with major regulators in successfully representing investment funds, or executives of such funds, in proceedings conducted by the DOJ and the SEC.

Corporate Governance & Shareholder Rights

Selendy & Gay's partners—who include a former clerk of the Delaware Court of Chancery, a former M&A attorney, and a former investment banker—have a demonstrated record of success in representing plaintiffs and defendants in high-value, high-profile corporate governance litigation, including disputes among members of alternative entities such as LLCs. We continuously display our high level of expertise within the field, and have been recognized for our work in Corporate Governance and Compliance Law in the 2019 Edition of "Best Law Firms" published by U.S. News & World Report.

Disputes of this nature are often fluid and fast-moving; our deep knowledge of the Delaware Code, applicable SEC rules and regulations, and caselaw allows us to provide real-time advice to our clients, craft long term-litigation strategies, and ultimately navigate successful outcomes.

Our Team



Sean Baldwin

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Sean Baldwin is an accomplished trial lawyer with particular expertise trying cases in New York courts, the Delaware Court of Chancery, and commercial arbitrations.

Sean has litigated and arbitrated matters involving complex financial products, securities, insurance, antitrust, and trademark licensing disputes. His clients include Fortune 500 life insurance companies, monoline insurers, hedge funds, investment companies, and casino developers and operators.

Sean has been recognized for his groundbreaking success in securities litigation and recoveries. He was recognized by The American Lawyer as a "Litigator of The Week" in 2018. In 2019, he was named a "Trailblazer in Plaintiff Litigation" by The National Law Journal, and a "Leading Lawyer in Plaintiff Securities Litigation" by The Legal 500.

Representative Matters

- *MASTR Adjustable Rate Mortgages Trust 2006-OA2 et al v. UBS*: In a one-month trial in the Southern District of New York, successfully represented plaintiff trustee in breach-of-warranty suit regarding three residential mortgage-backed securities (RMBS) trusts. See "UBS Handed Setback in \$2 Billion Mortgage Buy-Back Lawsuit," *Bloomberg*, 9/6/2016.
- *Vertin v. Quadrant*: In a one-week trial in Delaware Court of Chancery, successfully represented defendants against allegations of breach of fiduciary duty, breach of contract and fraudulent transfer. See *Am Law Litigation Daily*, 10/21/2015 ("'Bet the company' litigation is a phrase we legal journalists like to use, but it's not often literally true. The stakes were actually that high, though, in a suit against Athilon Capital Corp. and its board of directors in Delaware Chancery Court."); "Del. High Court Affirms Athilon Win In Note Buyback Suit," *Law360*, 11/1/2016.
- *U.S. Bank, N.A, et al. v. GreenPoint Mortgage Funding*: In New York Supreme Court, Commercial Division, represented plaintiff in obtaining \$540 million settlement in breach-of-warranty suit over a defective RMBS trust.
- *Margaritaville v. Bossier Casino*: In a ten-day arbitration before three retired Delaware judges, represented casino developer and operator in defeating claim for \$200 million in trademark license fees and obtaining ruling that client could use trademark without further payments during the license term.
- *CIFG Assurance v. Goldman Sachs*: In a ten-day arbitration before FINRA, represented plaintiff insurance company in obtaining ruling defendant Goldman Sachs committed fraud in connection with a collateralized debt obligation and awarding substantial damages.

Sean earned law degrees, with honors, from the University of Canterbury and Oxford University. He is the co-editor of a securities law handbook for Law Business Research.



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Andrew R. Dunlap is a founding partner of Selendy & Gay and heads the Firm's recruiting and training programs.

Andrew is an experienced trial and appellate litigator who has been named a "Rising Star" by Benchmark Litigation.

Andrew has represented clients in securities, contract, healthcare, antitrust, mass tort, RICO, ERISA, and constitutional matters, among others. He was a key member of the team that represented the Federal Housing Finance Agency, as conservator for Fannie Mae and Freddie Mac, in recovering \$25 billion from the world's leading banks over the sale of residential mortgage-backed securities (RMBS), including the trial team that obtained an \$800 million judgment from Nomura and RBS. In that litigation, Andrew obtained a summary judgment decision that banks did not act with reasonable care in creating the RMBS they sold to investors during the run-up to the financial crisis.

Representative Matters

- *Bank of New York Mellon v. CART1 Ltd et al.*: Represented CRC Credit Fund Ltd. against Deutsche Bank AG Frankfurt in a federal interpleader action asserted by Bank of New York Mellon in the District Court for the Southern District of New York. In a cross-claim, CRC seeks damages for Deutsche Bank's inclusion of an ineligible reference obligation in a credit default swap for which CRC provided credit protection. The court ruled as a matter of law for CRC, holding that the reference obligation's maturity date violated the swap's eligibility criteria and that Deutsche Bank breached the swap agreement when it obtained an erroneous accounting certification that directed the trustee to pay credit protection to Deutsche Bank.
- *Natixis 2007-HE2 v. Natixis Real Estate Capital Inc.*: In a \$500 million breach-of-warranty action, represented plaintiff in obtaining a decision from New York's Appellate Division, First Department, in an issue of first impression that a non-trustee could assert claims on behalf of a trust against the trust sponsor. See "Natixis Asks Appeals Court To Toss Suit Over \$877M In RMBS," *Law 360*, 10/14/2016.
- *MASTR Adjustable Rate Mortgages Trust 2006-OA2 et al v. UBS*: In a one-month trial in the Southern District of New York, represented plaintiff in breach-of-warranty suit regarding three residential mortgage-backed securities trusts. See "UBS Handed Setback in \$2 Billion Mortgage Buy-Back Lawsuit," *Bloomberg*, 9/6/2016.
- *U.S. Bank v. GreenPoint Mortgage Funding*: In New York Supreme Court, Commercial Division, represented plaintiff in obtaining \$540 million settlement in breach-of-warranty suit over defective residential mortgage-backed securities trust.

In his public interest practice, Andrew successfully defended New York City charter schools against suits challenging their ability to co-locate in Department of Education school buildings and demanding they pay rent to the DOE, obtaining denials of preliminary injunctions in both instances. See "Judge rejects UFT-NAACP claims, allows co-locations, closures," *Chalkbeat*, 7/21/2011. Andrew also successfully defended a consent decree governing the delivery of medical services to Medicaid-eligible children in Tennessee in the U.S. Court of Appeals for the Fourth Circuit.

Affiliations & Community Involvement

Andrew earned his J.D., *magna cum laude*, from Georgetown Law School, where he published a note in the Georgetown Law Journal and was an editor of the American Criminal Law Review. He serves on the board of the National Center for Law and Economic Justice and is a barrister of the American Inn of Court.



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David Elsberg is a founding and managing partner of Selendy & Gay.

David is a seasoned trial lawyer with decades of experience trying cases in courts and arbitration forums across the nation. Law360 named David both a Trial Pro and also a Securities MVP, noting his “artful and measured cross-examination style and his tireless attention to detail” and reporting that clients describe him as “aggressive, passionate, and a first-rate thinker” whose “ability to read people and think numerous questions ahead is uncanny.” David has also been recognized as a “Litigation Star” by Benchmark Litigation, a New York Metro “Super Lawyer” and named among the “500 Leading Plaintiffs’ Financial Lawyers” and the “500 Leading Lawyers in America” by Lawdragon.

David has litigated a broad range of complex commercial cases, including trials and arbitration hearings involving, among other things, financial fraud and malfeasance, breach of fiduciary duty, corporate governance and control contests, investment funds, partnership and alternative entities, energy, bankruptcy, unfair competition, contracts, employment, and structured financial products.

Representative Matters

- *Fairfield Sentry Limited (in liquidation) et al.*: Currently representing foreign representatives of several funds in liquidation abroad in Chapter 15 proceedings in Bankruptcy Court for the Southern District of New York, and before the U.S. District Court on appeal, asserting foreign avoidance, common law, and breach of contract claims, seeking to recover about \$6 billion dollars in redemption payments from hundreds of entities arising out of the Madoff scheme.
- *UMB Bank, N.A.*: Currently representing bond indenture trustee in a suit alleging that Neiman Marcus fraudulently transferred a \$1 billion asset.
- *A major energy company*: The respondent in a confidential international arbitration victory in front of a AAA Panel that awarded claimant zero and dismissed with prejudice its claim against our client for hundreds of millions of dollars.
- *Crestview v. Koch*: In a six-day trial in the Delaware Court of Chancery, represented private equity fund Crestview Partners against Bill Koch in successfully enforcing the contractual right to conduct a sale of Oxbow Carbon, the company in which the private equity fund had bought a minority interest.
- *Quadrant v. Vertin*: In a one-week trial in the Delaware Court of Chancery, successfully represented defendants against allegations of breach of fiduciary duty, breach of contract, and fraudulent transfer. David also argued the appeal to the *en banc* Delaware Supreme Court which upheld the trial win.
- *MASTR Adjustable Rate Mortgages Trust 2006-OA2 et al v. UBS*: In a one-month trial in the Southern District of New York, successfully represented plaintiff in breach-of-warranty suit regarding three residential mortgage-backed securities trusts.
- *ResCap bankruptcy litigation*: Represented the ResCap Liquidating Trust in suits against dozens of loan originators for indemnity and breaches of contract arising from the sale of defective mortgage loans, achieving settlements of \$590 million.

- *Access vs. JPMorgan*: In a three-week trial in New York Supreme Court, successfully represented plaintiff in claim for breach of investment guidelines.
- *Five Mile Capital v. MSR Hotels*: In a three-day hearing in the Southern District of New York Bankruptcy Court, successfully represented defendant investment fund executives against claims of breach of fiduciary duty. All claims were dismissed in their entirety.
- *Rosen Capital v. Merrill Lynch*: In a two-week FINRA hearing, successfully represented claimant investment fund in seeking damages from improper margin call and breach of account agreements. The arbitration panel issued an award of about \$79 million, which was reported to be one of the largest investor arbitration awards on record.
- *Washington Mutual v. JPMorgan*: In one of the largest bankruptcies in history, represented the debtor against challenges to its confirmation plan in the District of Delaware Bankruptcy Court. The result, a \$6 billion settlement, represented a significant distribution for Washington Mutual's creditors.
- *A leading biotechnology company*, in successfully obtaining a judgment dismissing a complex patent infringement suit brought by a multinational pharmaceutical company that sought over \$500 million in damages.

Affiliations & Community Involvement

David earned his J.D., *magna cum laude*, from Harvard Law School, where he was an editor of the Harvard Law Review. He clerked for the Honorable Amalya Kearsse on the U.S. Court of Appeals for the Second Circuit. He has taught as a guest lecturer on securities regulation at Harvard Law School. He has taught as a lecturer in law at Columbia Law School. He is on the Executive Board of The Calhoun School, an independent school in New York City.



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David Flugman is an experienced trial and appellate litigator who has appeared before federal and state trial-level courts across the United States, argued before federal and state appellate panels, and represented clients in the United States Supreme Court. He has been recognized as a “Rising Star” by the New York Metro Super Lawyers.

David’s wide-ranging practice spans complex litigation, arbitration, and advisory matters, including corporate, M&A, and securities litigation; complex commercial litigation; fraud, contract, antitrust, and other business tort disputes; and privacy, ERISA, and insolvency litigation. He has especially extensive experience representing buyers and target companies in fiduciary duty and appraisal litigation arising out of mergers and acquisitions in Delaware Court of Chancery, as well as in federal and state courts across the country, including in Blackstone’s acquisition of Team Health Holdings Inc., Capgemini’s acquisition of iGate, Vista Equity Partners’ acquisition of TIBCO Software, Apax’s acquisitions of TriZetto, Bankrate, and Epicor Software, and Avista Capital Partners’ acquisitions of Knology Inc. and Telular Corporation. David’s clients comprise a broad spectrum of industries, including private equity, financial services, health care, communications, food and beverage, insurance, manufacturing, cosmetics, and internet services.

Representative Matters

- *Picard v. Herald Fund SPC*: Represented one of the largest “net loser” investment fund victims of the Madoff Ponzi scheme in multi-jurisdictional litigation, obtaining a precedent-setting settlement with the Madoff Trustee resulting in an admitted customer claim in excess of \$1.6 billion. See “Herald Fund SPC (In Official Liquidation) Announces Global Settlement With Madoff Trustee,” PR Newswire, 11/17/2014.
- *IDT, Inc. v. The Blackstone Group LP*: Represented the restructuring adviser to debtor Winstar Communications, successfully defeating a \$300 million fraud lawsuit brought by the acquirer of Winstar’s assets in a Section 363 bankruptcy sale. Led a team of counsel in successfully defending the dismissal order up through the U.S. Supreme Court. See “3rd Circ. Shuts Down IDT Suit Over \$42.5M Winstar Deal,” Law360, 1/28/2015.
- *Ramkissoo v. AOL Inc., Landwehr v. AOL Inc.*: Successfully defended AOL in two separate putative class action lawsuits seeking statutory damages over \$650 million brought under the Electronic Communications Privacy Act relating to what was referred to as the “Exxon Valdez” of data breaches.
- *Edmonson v. Lincoln National Life Insurance Co.*: Successfully defended Lincoln National in novel ERISA litigation challenging its method of paying death benefits using retained asset accounts and asserting tens of millions of dollars in damages.

David’s public interest practice has focused on the advancement of LGBT rights and the protection of persons with mental disabilities. Over four years, David represented Garden State Equality in successfully defending a ban enacted by New Jersey in 2013 on the practice of so-called “sexual orientation change efforts” or “conversion therapies” on minors by state licensed professionals. See “3rd Circ. Upholds NJ Ban On Gay Conversion Therapy,” Law360, 9/11/2014. He also represented a class of psychiatric inpatients and emergency room patients at a large metropolitan New York City hospital in constitutional litigation challenging inhumane conditions of care, obtaining (along with the

Department of Justice) a groundbreaking consent judgment entered by the Eastern District of New York.

Affiliations & Community Involvement

David earned his J.D., *cum laude*, from Harvard Law School. In 2015, he was named one of the Best LGBT Lawyers Under the Age of 40 by the National LGBT Bar Association. He also serves as a member of the National Leadership Council for the National Center for Lesbian Rights.



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Faith Gay is a founding partner of Selendy & Gay.

In a nationally recognized career spanning more than three decades, Faith Gay has been lead counsel in over 30 jury trials and has successfully navigated bet-the-company investigations for scores of Fortune 500 companies. Before founding Selendy & Gay, she was the co-chair of national trial practice at one of the nation's top litigation firms and a highly respected federal prosecutor. Raised in rural Georgia and a long-time resident of New York City, Faith is comfortable in courtrooms around the country.

Named a "Top 250 Female Litigator" by Benchmark Litigation, a "Leading Lawyer in America" by Lawdragon 500, and a recipient of the Office of the Appellate Defender's Gould Award for Outstanding Oral Advocacy, Faith has been repeatedly recognized as one of the leading trial, appellate, and white-collar lawyers in the US. In naming her a "Top Female Trial Lawyer," Law360 described Faith as "a great litigator" with "a kind of magnetic charisma, a likeability and intelligence that allow her to present complicated cases in a way that disarms tough judges, hostile witnesses, and skeptical jury members." A former chief of the Civil Rights Unit (Criminal Division) and deputy chief of the Special Prosecutions Unit in the United States Attorney's Office for the Eastern District of New York, Faith has deep experience on offense and defense.

Faith divides her time between complex civil litigation, corporate governance, and white-collar investigations. In her commercial practice, she focuses on antitrust and securities litigation, complex contractual and financing disputes, and consumer class actions. Her long roster of high-profile clients that she has served as national or lead trial counsel includes CCA, Coca-Cola, Colgate, Domtar, E-Trade, Home Depot, McKinsey & Company, Novartis, Nuance, Pfizer, Sandoz, and Schwab.

In her white-collar practice, Faith has represented individuals and corporations in investigations by the SEC, FINRA, DOJ, FDA, IRS, EPA, DOD, and numerous attorneys general. She has led internal investigations at the request of corporations, boards of directors, and special committees. No individual or corporation that Faith has represented while under investigation has been indicted.

Representative Matters

- In a three-week trial in Delaware Court of Chancery on fraud and breach of contract claims, obtained a complete defense verdict for a national communications conglomerate.
- In multiple Alien Tort Claims Act cases filed in New York and Florida federal courts, obtained complete dismissals for a Fortune 500 consumer products company.
- In state and federal securities class actions concerning payment-for-order flow allegations, obtained complete dismissals for a nationally-known discount brokerage concern.
- In FCPA investigations by the Department of Justice and SEC, obtained complete declinations for a Fortune 500 consumer conglomerate and related individuals.
- In defending a Fortune 500 consumer products company, obtained a key appellate ruling from an *en banc* panel of the Fourth Circuit that federal judges may vacate otherwise unappealable remand orders where there is evidence of attorney fraud associated with the remand.

- In a two-week patent trial in the Eastern District of Texas, obtained plaintiffs' verdict for a Fortune 500 medical device company.
- Successfully represented a biotechnology company in obtaining judgment dismissing a complex patent infringement suit brought by a multinational pharmaceutical company that sought over \$500 million in damages.

Faith has devoted significant time and energy to public interest litigation. She recently obtained a complete reversal of Marissa Alexander's conviction and mandatory 20-year sentence for allegedly firing a warning shot at her serially abusive spouse. See "Florida Woman Whose 'Stand Your Ground' Defense Was Rejected Is Released," The New York Times, 2/17/2017. She co-founded the American Immigration Representation Project to provide lawyers to immigrant detainees in response to new federal immigration and deportation policies. See "New Group Turns To BigLaw For Attorneys To Rep Immigrants," Law360, 2/6/2017. Faith also represented New York Governor David Patterson in a victory the New York Times called "stunning" in upholding the appointment of Richard Ravitch as Lieutenant Governor. See "In 4-3 Vote, Court Says Paterson Can Appoint Lt. Governor," The New York Times, 9/22/2009. She has litigated numerous other civil rights, criminal, immigration and voting rights matters on a pro bono basis.

Affiliations & Community Involvement

Faith earned her J.D. from the Northwestern University School of Law, where she now serves on the Law Board. She is a Trustee of The Public Theater, a Member of the American Law Institute, and a board member of Her Justice, a nonprofit organization that provides free legal help to women living in poverty in New York City. Faith has also served as a board member of the American Constitution Society, the National Center for Access to Justice, the Lawyers' Committee for Civil Rights Under Law, and the Union Theological Seminary Board of Trustees.



Maria Ginzburg

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Maria Ginzburg is an experienced litigator whose practice focuses on complex commercial and financial disputes.

Maria has represented clients in connection with mortgage-backed securities, CLOs, CDOs, swaps and other structured products, fraudulent conveyance, insider trading, accounting and tax practices, short selling, PIPEs trading, market timing, Ponzi schemes, class actions, conflicts of interest, accounting and underwriting practices, suitability disputes, consumer fraud, whistleblower actions, corporate governance, and employment matters. She has handled civil cases in state and federal courts and in arbitration, as well as internal investigations and related regulatory proceedings before the SEC, FINRA, and New York attorney general. Maria has recovered approximately \$3 billion for her clients in residential mortgage-backed securities (RMBS)-related actions.

Representative Matters

- *Alix v. McKinsey & Co.*: Representing McKinsey & Co., a worldwide management consulting firm, against claims by Jay Alix, founder of consulting firm AlixPartners, and Mar-Bow Partners, a company founded by Jay Alix, challenging McKinsey's Chapter 11 disclosures under Rule 2014.
- *Bank of New York Mellon v. CART1 Ltd et al.*: Represented CRC Credit Fund Ltd. against Deutsche Bank AG Frankfurt in a federal interpleader action asserted by Bank of New York Mellon in the District Court for the Southern District of New York. In a cross-claim, CRC seeks damages for Deutsche Bank's inclusion of an ineligible reference obligation in a credit default swap for which CRC provided credit protection. The court ruled as a matter of law for CRC, holding that the reference obligation's maturity date violated the swap's eligibility criteria and that Deutsche Bank breached the swap agreement when it obtained an erroneous accounting certification that directed the trustee to pay credit protection to Deutsche Bank.
- *U.S. Bank v. Merrill Lynch Mortgage Lending Inc.*: Representing U.S. Bank as trustee in seeking recovery for Merrill Lynch's breaches of representations and warranties.
- *AIG v. RMBS Issuers*: Represented AIG in claims against Wall Street sponsors of RMBS, achieving over \$2 billion in recoveries.
- *ResCap bankruptcy litigation*: Represented the ResCap bankruptcy trust in suits against dozens of loan originators for indemnity and breaches of contract, achieving settlements of \$590 million.
- *In re Capmark Financial Group Inc.*: Represented an ad hoc committee of secured creditors in defending a successful challenge to the estate's settlement of claims based on intra-creditor fraudulent transfer allegations. See "Judge OKs \$975M Capmark Settlement With Lenders," Law360, 11/1/2010.
- *Accounting investigation*: Represented a Fortune 50 company in a company-wide SEC investigation focused on issues of accounting and earnings management.
- *Internet bubble litigation*: National trial counsel for a major Wall Street bank in arbitrations and class claims arising from the burst of the Internet bubble. Defended the bank and Mary Meeker, a prominent Internet analyst, in related SEC and NYAG investigations.

In her public interest practice, Maria is representing a proposed class of student loan borrowers against Navient Corp., a servicer of student loans that has made a myriad of misrepresentations to steer public servants away from federal loan forgiveness plans for which they qualify. She has also represented a foundation that benefits elementary schools in uncovering a Ponzi scheme run as a hedge fund; the principal was arrested, his assets were seized, and he is now serving jail time. She counseled a prominent private school and synagogue in assessing its investments in a Madoff feeder fund. Maria has investigated and revamped corporate governance structures at both non-profits and public companies.

Affiliations & Community Involvement

Maria earned her J.D. with honors from Stanford University in 1996, where she was an editor of the Stanford Law Review and a founding member of the Stanford Journal of Law, Business & Finance. She serves on the board of the Ronald McDonald House of New York.



Jordan Goldstein

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Jordan Goldstein is a veteran litigator who specializes in complex financial products and commercial transactions.

Jordan holds an M.B.A. from Harvard Business School and previously worked as a deal attorney, where he structured many of the same types of transactions he now litigates. Jordan is also a former federal prosecutor and served in senior roles in the U.S. Department of Justice, including in the Office of Legal Counsel and as special counsel to the assistant attorney general of the National Security Division.

Jordan's private practice has a strong focus on litigating investor claims. He has represented clients adverse to virtually every major investment bank regarding a range of financial products, including mortgage-backed securities, collateralized debt obligations, auction-rate securities, credit default swaps, municipal bonds, and insurance policies on financial instruments. He has litigated and appeared in numerous proceedings on behalf of bondholders in which bond payout provisions are in dispute, has litigated hostile takeovers, has been appointed class action counsel in major antitrust litigation, and has defended borrowers in commercial lending transactions. Jordan has helped his clients recover over \$25 billion.

Representative Matters

- *Federal Housing Finance Agency v. Nomura, et al.*: Served as trial counsel in a one-month trial in the Southern District of New York, in which the Federal Housing Finance Agency obtained an \$800 million judgment, as well as attorneys' fees, from Nomura and RBS based on findings the investment banks had made false statements to Fannie Mae and Freddie Mac in offering materials for residential mortgage-backed securities (RMBS). See "Judge's Ruling Against 2 Banks Finds Misconduct in '08 Crash," The New York Times, 5/11/2015.
- *Other Federal Housing Finance Agency litigations*: In Southern District of New York, District of Connecticut, and Central District of California, represented the Federal Housing Finance Agency in obtaining \$25 billion in settlements from Bank of America, Barclays, Citigroup, Credit Suisse, Countrywide, Deutsche Bank, First Horizon, Goldman Sachs, HSBC, JPMorgan, Merrill Lynch, RBS, and UBS, an amount far in excess of what prosecutors and regulators had obtained. See "R.B.S. to Pay \$5.5 Billion to Settle Toxic Mortgage Claims in U.S.," The New York Times, 7/12/2017.
- *Mudrick Capital Management, L.P. v. Globalstar, Inc.*: At trial in the Delaware Court of Chancery, represented plaintiff seeking defendant's books and records, including e-mails, pursuant to Section 220 of Delaware's General Corporation Law to investigate an allegedly unfair merger initiated by defendant's controlling shareholder. In an order adopting many of our factual allegations regarding the proposed merger, the defendant was ordered to produce corporate books and records, including e-mails, from each of defendant's CEO., the general counsel, and the chair of the special committee that had approved the merger. One day after this ruling, the challenged merger was called off. See "Litigator of the Week," AmLaw Litigation Daily, 8/10/18 ("Jordan Goldstein of Selendy & Gay ... led a trial team to victory in Delaware Chancery Court on behalf of hedge fund Mudrick ... [and] succeeded in blocking [the] proposed merger between Globalstar Inc. and FiberLight"); *Mudrick Capital Mgmt., L.P. v. Globalstar, Inc.*, 2018 WL 3625680 (Del. Ch. July 30, 2018).

- *Frontline, Ltd. v. DHT Holdings, Inc.*: In parallel proceedings in New York and the Marshall Islands, represented Frontline in its attempted takeover of DHT Holdings. Frontline sought to force DHT's board of directors, based on their Revlon and Unocal duties, to redeem a poison pill and remove other entrenchment measures that the DHT board had allegedly enacted to deter bidders.
- *Assured Guaranty Municipal Corp. v. JPMorgan Chase Bank; Syncora Guarantee Inc. v. Jefferson County, Ala.*: In New York Supreme Court, defeated motions to dismiss claims of two monoline insurers against JPMorgan and Jefferson County, Alabama in suits alleging fraud in connection with the procurement of municipal bond insurance and seeking hundreds of millions in damages for past and future claims payments.
- *Kearny Investors S.A.R.L. v. Goldman Sachs & Co.*: In Southern District of New York, represented multiple KKR funds against Goldman Sachs and other investment banks based on alleged violations of federal and state securities laws arising from the issuance of SunEdison securities.
- *Article 77 Proceedings re Countrywide and JPMorgan Settlements*: In New York Supreme Court, represented investor AIG in proceedings initiated by RMBS trustees over the distribution methodology of \$8.5 billion settlement with Bank of America and \$4.5 billion settlement with JPMorgan.
- *MBIA Ins. Corp. v. Merrill Lynch, Pierce, Fenner & Smith, Inc.*: In New York Supreme Court, represented monoline insurer MBIA in obtaining confidential settlement in multi-billion-dollar action concerning credit default swaps and financial guaranties written by Merrill Lynch on CDOs.
- *SemGroup adversary proceedings*: In Delaware Bankruptcy Court, represented the SemGroup Litigation Trust, instituted following SemGroup's bankruptcy, in obtaining confidential settlement of claims against entities and individuals who allegedly orchestrated fraudulent transfers and breaches of fiduciary duties.
- *In re Treasuries Securities Auction antitrust litigation*: In Southern District of New York, served as co-lead class action counsel in suit alleging violations of Sherman Antitrust Act based on collusion by Goldman Sachs, JPMorgan, Bank of America and market participants in the \$14 trillion primary and secondary markets for U.S. Treasury.

Jordan earned his J.D., *magna cum laude*, from Harvard Law School and his M.B.A. with honors from Harvard Business School. He clerked for the Honorable Alex Kozinski of the U.S. Court of Appeals for the Ninth Circuit. Jordan subsequently served in the U.S. Department of Justice, first in the Office of Legal Counsel, advising on a range of sensitive criminal and civil matters, and then as Special Counsel to the Assistant Attorney General of the National Security Division, supervising and acting as trial and appellate counsel in multiple high-profile trials and proceedings.

Affiliations & Community Involvement

Jordan serves on the Brooklyn Botanical Garden's board of trustees, is a member of the New York City Bar's Litigation Funding Working Group, and the chair of its disclosure subcommittee.



Caitlin Halligan

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One of the nation's leading appellate attorneys, Caitlin J. Halligan has argued six cases and served as counsel of record in more than 45 matters in the U.S. Supreme Court, and has handled scores of cases in the federal appellate courts, the New York Court of Appeals, and other state appellate courts. She has been praised for her "impressive track record" by Chambers USA, and named a "Litigation Star" and one of the "Top 250 Women in Litigation" by Benchmark Litigation.

Caitlin served as solicitor general for the State of New York from 2001 to 2007, after serving as deputy solicitor general. Before that she served as the first chief of the New York attorney general's Internet Bureau, where she developed cutting-edge law enforcement and policy initiatives regarding online consumer fraud, securities trading, and privacy practices. Caitlin also served as general counsel to the New York County District Attorney's Office. She currently teaches a seminar on states and public law as a lecturer on law at Harvard Law School, and previously taught a course on statutory interpretation and administrative law at Columbia Law School. She speaks frequently on topics that include appellate advocacy, the Supreme Court's docket, and the impact of litigation brought by state attorney general offices.

Representative Matters

- Won landmark decision from New York Court of Appeals in *Congel v. Malfitano*, which set forth standards for dissolution of partnerships under New York law.
- Led coalition of former judges and prosecutors in filing amicus curiae brief in *People v. Boone*, in which the New York Court of Appeals addressed the reliability of cross-racial eyewitness identifications in criminal cases.
- Argued *en banc* appeal before U.S. Court of Appeals for Second Circuit in *Poventud v. City of New York*, which raised complex procedural questions about collateral attacks on the finality of criminal convictions.
- Secured reversal from U.S. Supreme Court for New York State in *City of Sherrill v. Oneida Indian Nation*, in which the Court clarified state and local government authority over lands once within boundaries of the tribal reservation.
- Won precedent-setting victory for New York counties in *United Haulers Association v. Oneida-Herkimer Solid Waste Management Authority*, which established the authority of local governments to enact and implement solid waste ordinances in the face of the dormant Commerce Clause.
- Successfully represented life settlement investor Lavastone, an AIG affiliate, in \$1 billion RICO, fraud, and breach of contract case against defendants who purchased life insurance policies and sold them to Lavastone at inflated prices. Won dismissal of defendants' counter-claims at summary judgment; trial resulted in favorable settlement.
- Successfully represented Chevron Corporation in appeal of RICO and civil fraud trial barring enforcement of a fraudulently-obtained \$9 billion judgment against Chevron.

- Authored numerous *amicus* briefs before the U.S. Supreme Court on a range of constitutional, statutory, and procedural issues, on behalf of diverse groups, including state attorneys general, local government officials, and private sector clients.

Caitlin has expertise in a broad variety of civil matters, including challenges to federal and state regulatory action, civil procedure, federal anti-discrimination law, RICO and securities litigation. She has represented clients in high-stakes cases brought by the New York State Attorney General's Office, and litigated numerous challenges to state and local government actions on constitutional, statutory, and administrative law grounds. During her tenure in the Manhattan District Attorney's Office, Caitlin was involved in a wide range of criminal investigations and prosecutions, including the successful defense of a Fourth Amendment criminal procedure case in the U.S. Supreme Court. She has argued scores of civil and criminal cases for private sector clients, as well as New York state and local governments, before New York's high court and the State intermediate appellate courts, on a wide range of constitutional, statutory, and procedural issues.

Caitlin also has an active public interest practice. In 2018, she was appointed *amicus curiae* by the U.S. Court of Appeals for the Second Circuit in *Schroeter v. Barr*, to brief and argue issues related to scope of immigration judge's authority in removal proceedings. Caitlin also recently authored an *amicus* brief in the New York Court of Appeals regarding use of eyewitness identification evidence, on behalf of former judges and prosecutors, as well as *amicus* briefs in a death penalty case before the U.S. Supreme Court, a reproductive rights case before the Eighth Circuit, and a case regarding liability of military service academies for sexual assault committed on campus before the Second Circuit. Caitlin previously served as pro bono counsel to the Board of the Lower Manhattan Development Corporation, an entity charged with leading re-development of the World Trade Center site, and on several judicial selection committees.

Affiliations & Community Involvement

Caitlin earned her J.D., *magna cum laude*, from the Georgetown University Law Center, and her B.A., *cum laude*, from Princeton University. She clerked for the Honorable Justice Stephen Breyer of the U.S. Supreme Court and the Honorable Patricia Wald of the U.S. Court of Appeals for the D.C. Circuit. Caitlin is a member of the American Law Institute and a fellow of the American Academy of Appellate Lawyers. She serves on the board of Princeton-in-Asia, the Arc's Criminal Justice Advisory Panel, and the New York County District Attorney's Conviction Integrity Committee.



Lena Konanova

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Yelena (“Lena”) Konanova is a trial and appellate litigator who has worked on many trial and arbitration teams and has briefed and argued numerous appeals in federal and state courts.

Lena has represented clients in a variety of complex commercial litigations and arbitrations in the areas of securities, contract, antitrust, insurance, trademark, and constitutional law. She has counseled numerous Fortune 500 companies on the prosecution and defense of high-stakes disputes, represented important players in the clean energy industry in proceedings against governmental and competitor entities, litigated complex financial products (including asset-backed securities and insurance), and advised plaintiffs on the recovery of billions of dollars in commercial matters. She was a key member of the appellate team that represented the Federal Housing Finance Agency in successfully defending an \$806 million judgment against Nomura and RBS in a landmark residential mortgage-backed securities (RMBS) litigation.

Representative Matters

- *Fairfield Sentry Limited (in liquidation)*: Representing foreign representatives of a fund in proceedings in bankruptcy court and the U.S. District Court for the Southern District of New York seeking to recover billions of dollars in redemption payments from hundreds of entities.
- *Student Debt Litigation*: Representing a labor union and public service workers in litigation concerning a federal student loan forgiveness program, including in a class action lawsuit in the Southern District of New York against a servicer that misled borrowers and in the District of Columbia against the federal agency tasked with administering the program.
- *Federal Housing Finance Agency v. Nomura, et al.*: Representing the Federal Housing Finance Agency in successfully defending before the Second Circuit a \$806 million judgment against Nomura and RBS in a landmark RMBS litigation raising claims of violations of the 1933 Securities Act and Blue Sky statutes.
- *In re ResCap Liquidating Trust*: In numerous lawsuits in federal district court in Minnesota and bankruptcy court in the Southern District of New York, representing plaintiff seeking to recover billions of dollars in indemnity and damages from correspondent lenders arising from the defendant lenders’ sale of defective mortgage loans that resulted in substantial losses and liabilities for the Trust’s predecessor, the Residential Funding Company.
- *CIFG (now Assured Guaranty) v. Goldman*: In litigation in the Commercial Division of New York Supreme Court and in FINRA arbitration, representing an insurer against Goldman Sachs in a successful action relating to fraudulent inducement of insurance policy and investment relating to a collateralized debt obligation.

In her broad public interest and pro bono practice, Lena has authored numerous *amicus* briefs, including arguing for a federal constitutional right to a minimally adequate education and, in the Supreme Court of the United States, on behalf of corrections professionals opposed to solitary confinement practices. She has also represented plaintiffs in appeals of Section 1983 and sentencing matters. Lena has also spent a year as a litigation fellow in the Racial Justice Program at the national office of the American Civil Liberties Union, where she litigated civil rights cases in the areas of

indigent defense, school desegregation, school-to-prison pipeline, and debtors' prisons. Lena's community service on the local level includes raising funds for Her Justice, a nonprofit organization that provides free legal help to women and children living in poverty in New York City.

Lena earned her J.D., *cum laude*, from Harvard Law School, where she served as articles co-chair of the Harvard Law Review and won first place and Best Brief in the Ames Moot Court Competition. Lena clerked for the Honorable Kim McLane Wardlaw at the United States Court of Appeals for the Ninth Circuit.



Joshua Margolin

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Joshua Margolin is a seasoned litigator with experience in a wide array of complex commercial and financial disputes. He has been named a “Rising Star” by New York Metro Super Lawyers.

Joshua has litigated, arbitrated, and mediated matters involving complex financial products, securities fraud, corporate governance, mergers, natural resources, real estate, insurance, contracts, and employment. He has successfully argued before both trial and appellate courts, and has extensive experience achieving favorable results through mediation.

Representative Matters

- *AIG v Bank of America, N.A.*: Represented AIG in multi-billion dollar claims against Wall Street sponsors of residential mortgage-backed securities, achieving public settlement of Bank of America suit for \$650 million and successful confidential resolutions of additional claims. See “Bank of America to Pay \$650 Million to AIG in Mortgage Disputes,” *The Wall Street Journal*, 7/16/2014.
- *Alix v. McKinsey & Co.*: Representing McKinsey & Co., a worldwide management consulting firm, against claims by Jay Alix, founder of consulting firm AlixPartners, and Mar-Bow Partners, a company founded by Jay Alix, challenging McKinsey’s Chapter 11 disclosures under Rule 2014.
- *Davis v. Scottish Re*: Represented MassMutual in corporate governance suit arising out of its investment in Scottish Re, twice achieving dismissal of all claims with both rulings successfully upheld on appeal.
- *U.S. Bank v. Merrill Lynch Mortgage Lending Inc.*: Representing U.S. Bank as trustee and investors in seeking recovery for Merrill Lynch’s breaches of representations and warranties.
- *ResCap bankruptcy litigation*: Represented Rescap bankruptcy trust in suits against dozens of loan originators for indemnity and breaches of contract, achieving settlements to date of \$590 million.
- *Ambac Military Housing Litigation*: Represented Ambac in seven lawsuits pending across the country arising from Ambac’s provision of financial guaranty insurance to various military housing projects.
- *Gasoline quality dispute*: Represented gasoline refiner in connection with claims asserted by national gasoline retailer that gasoline was of substandard quality, achieving favorable settlement through mediation.

Joshua’s public interest practice includes representing Vote Solar before the State of Utah Public Service Commission to determine the value of solar energy in the state’s net metering program and litigation against Rocky Mountain Power in its attempt to end net metering in Utah. Joshua currently serves on the New York City Bar Association’s Lawyer Assistance Program, which provides resources and support to members of the legal community who are struggling with mental health issues. He is also a member of the Junior Council Steering Committee for the American Museum of Natural History.

Joshua earned his J.D. from New York University School of Law, where he was on the Dean’s List. He clerked for Chancellor William B. Chandler and Vice-Chancellor John W. Noble of the Delaware Court of Chancery.



Jennifer Selendy

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Jennifer Selendy is a founding and managing partner of Selendy & Gay.

Jennifer is a seasoned trial and appellate lawyer who was recognized as a New York Metro “Super Lawyer” in 2019. She specializes in complex and high-stakes disputes for plaintiffs and defendants and is also frequently tapped for sensitive internal and governmental investigations in areas that include antitrust, financial misconduct, and sensitive employment-related matters.

Jennifer’s areas of expertise include **antitrust**, **energy**, financial services and products, **private equity** and investment disputes, **RICO**, **bankruptcy**, domestic and international **arbitration**, and cross-border disputes. She has represented a number of private equity and private investment companies in precedent-setting litigation, and represents a number of renewable energy companies and interests in cutting edge litigation matters aimed at protecting competition in power generation for the benefit of consumers.

Representative Matters

- *In re Qimonda AG*: Successfully defended IP licensing rights valued at more than \$4 billion for four of the world’s largest semiconductor companies in a cross-border insolvency dispute tried in the Eastern District of Virginia and affirmed on appeal by the Fourth Circuit.
- *Discover Financial Services v. Visa*: Led the prosecution of a complex antitrust suit against Visa and MasterCard that settled on the eve of trial in favor of her client for \$2.75 billion. She currently represents Discover’s debit affiliation Pulse Network LLC in a debit monopolization case against Visa.
- *Trilantic Capital Partners IV v. UFCW Int’l Union Ind. Pension Fund*: Representing a private equity company in a declaratory judgment action challenging the pension fund’s assertions of ERISA withdrawal liability against a private equity investor.
- *TBear Gulch Solar v. Montana Public Service Commission*: Representing a renewable energy company and a number of its solar projects in a challenge to the rule adopted by the Montana Public Service Commission setting the standard for establishing a “legally enforceable obligation” to sell electricity between qualifying solar facilities and the utility in violation of the Public Utility Regulatory Policies Act.

Jennifer has an active public interest practice, focusing on poverty and women’s rights, climate change, and education. In the matter of *Thompson v. MacDonald*, she served as lead trial counsel and won an injunction against the State of Maryland mandating delivery of federal benefits and services to indigent children and families; for this result, she received the Pro Bono Service Award from the Homeless Persons Representation Project of Baltimore. Jennifer represents Vote Solar before the State of Utah Public Service Commission to determine the value of solar energy in the state’s net metering program and she litigated against Rocky Mountain Power in its attempt to end net metering in Utah. She also volunteered her services on multiple matters for New Leaders for New Schools.

Affiliations & Community Involvement

Jennifer received her law degree, *cum laude*, from Harvard Law School after completing an M.Phil. in International Relations at Oxford (St. Antony’s) as a Marshall Scholar. Since 2012, she has served as the board chairman for the National Center for Law & Economic Justice. Jennifer is also the co-founder and board chairman of The Speyer Legacy School, an independent K-8 school for gifted children that focuses on identifying and educating low-income, high-achieving children in New York City.



Philippe Selendy

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Philippe Selendy is a founding partner of Selendy & Gay.

Heralded as “The Man Who Took on Wall Street” by the Financial Times, Philippe has recovered more than \$35 billion for clients in the last decade alone. These successes include an unprecedented \$25 billion settlement for U.S. taxpayers stemming from residential mortgage-backed securities suits brought against the world’s largest banks, a representation which earned Philippe The American Lawyer’s “Litigator of the Year” award and first-ever Grand Prize in Litigation.

Named one of the nation’s top 100 trial lawyers by Benchmark Litigation, a “Leading Lawyer” by Lawdragon and a “Trailblazer” by the National Law Journal, Philippe has over 25 years of experience in complex commercial litigation with particular expertise in securities, financial products, insurance, energy, and antitrust disputes. He is also routinely sought after to represent clients in domestic and international arbitrations and high-stakes public sector litigations.

Representative Matters

Recognized as a “Securities MVP,” “Banking MVP” (Law360), and a “Leading Lawyer in Securities Plaintiff Litigation” (Legal 500), Philippe has secured landmark trial and appellate victories on behalf of both plaintiffs and defendants.

- *Federal Housing Finance Agency*: As lead counsel for FHFA, Philippe helmed a seven-year litigation effort for FHFA across its entire platform of residential mortgage-backed securities (RMBS) litigation, obtaining \$25 billion in recoveries for U.S. taxpayers in suits against Bank of America, Barclays, Citigroup, Credit Suisse, Countrywide, Deutsche Bank, First Horizon, Goldman Sachs, HSBC, JPMorgan, Merrill Lynch, Nomura, RBS, and UBS. The only two banks that elected to go to trial, rather than settle, lost on all claims in a further \$830 million win for the U.S. after a one-month trial involving over 40 witnesses, including a dozen experts. The court’s 361-page decision shone a harsh spotlight on industry-standard practices in the period leading to the Great Recession. The court’s judgment that “the magnitude of falsity, conservatively estimated, was enormous,” was unanimously affirmed by the Second Circuit.
- *MBIA*: As lead counsel for monoline insurer MBIA against Bank of America, Countrywide, and related entities in a litigation arising out of securitization insurance, Philippe obtained a series of rulings, including at summary judgment, that set the basic framework for RMBS litigation nationwide, ultimately allowing MBIA to survive as a going concern and to achieve a multi-billion dollar settlement, including the commutation of over \$7 billion in swaps.
- *National Public Finance Guarantee & MBIA*: Philippe currently leads the representation of National Public Finance Guarantee and MBIA in a \$720 million lawsuit to hold eight major Wall Street banks accountable for inequitable conduct that contributed to Puerto Rico’s economic collapse. Plaintiffs in this case are bond insurers that have been presented with, and fully honored, over \$1 billion dollars in claims after the municipal debt underwritten by the banks— without proper due diligence or disclosures— became unsustainable for Puerto Rico and its agencies, leading to massive defaults.

- *Cerberus Capital Management, L.P.*: Philippe currently represents private equity firm Cerberus Capital Management in a \$950 million breach of contract action against the Canadian Imperial Bank of Commerce (CIBC), one of Canada's largest banks. The dispute centers on two complex structured finance transactions backed by credit default swaps, CDOs, and RMBS. Philippe argued a successful appeal in which the First Department agreed with Cerberus's interpretation of the agreements and held that CIBC's contrary interpretation was "unmoored" from the contracts. The case is now proceeding through discovery.
- *U.S. Bank*: Philippe argued and led a successful appeal to the Court of Appeals on behalf of U.S. Bank, as trustee of a RMBS trust, establishing that plaintiffs are entitled to correct fatal errors regarding procedural conditions precedent even after the expiration of statutes of limitations. Philippe currently represents the trust in its RMBS contract action on remand, seeking hundreds of millions of dollars in damages.
- *Ambac Financial Group*: Philippe presently represents Ambac Financial Group in a precedent-setting action against Countrywide Financial (and its parent, Bank of America) to recover more than \$2 billion in damages stemming from residential mortgage-backed securities Countrywide fraudulently induced Ambac to insure through misleading and false representations. His arguments on motions before the trial court on key issues regarding sampling, notice, and fraud have been affirmed on appeal.
- *North Atlantic Refinery Limited*: Philippe led a team in an international arbitration against BP regarding an exclusive supply agreement. He developed critical counterclaims and won core rulings on contract interpretation that transformed the nature of the action, leading to a highly favorable outcome for his clients.
- *Vote Solar*: Philippe represents alternative energy provider Vote Solar in an ongoing matter before the State of Utah Public Service Commission to determine the value of solar energy.
- *Other Environmental Litigations*: Partnering with the NRDC, Philippe obtained a landmark trial victory in a precedent-setting methylmercury pollution case under the Resource Conservation and Recovery Act.

Affiliations & Community Involvement

A supporter of advanced renewable energy technologies, Philippe serves on Vote Solar's Leadership Council. He is a founding supporter of the independent Speyer Legacy School, and a board member of IQ Squared. Philippe sits on the New York City Bar Association's Securities Litigation Committee.



David Coon

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David A. Coon is a litigator with experience in complex commercial litigation, appeals, and regulatory and enforcement investigations.

David earned his J.D. *cum laude* from Harvard Law School, where he was a senior editor of the Harvard Business Law Review and represented indigent criminal defendants in the Criminal Justice Institute clinic. David served as a law clerk for the Honorable Dennis Jacobs of the United States Court of Appeals for the Second Circuit. Before law school, he was an analyst at a major financial services institution in New York.



Michelle Foxman

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Michelle Foxman is a seasoned litigator with extensive experience in trademark law.

Michelle has advised clients in the areas of trademark, trade dress and copyright infringement, false advertising, unfair competition, parody, Internet-related matters, and domain name disputes as well as in opposition and cancellation proceedings in the Trademark Trial and Appeal Board. Michelle's advice in these areas is informed by her prior experience as a deal attorney, negotiating and drafting all types of intellectual property agreements (including consent agreements, co-existence agreements, and licensing agreements) and searching, clearing, and managing U.S. trademark portfolios for major companies in the fields of cosmetics, luxury goods, apparel, music/entertainment, wines and spirits, pharmaceuticals, and hotel and resort services.

Michelle's public interest practice has included representing students with learning disabilities in the New York City public school system to secure them appropriate services through the Board of Education.

Michelle earned her J.D., *magna cum laude*, from New York University School of Law, where she was an editor of the Journal of International Law & Politics.



Spencer Gottlieb

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Spencer Gottlieb is a litigator with experience in securities, cross-border, and complex commercial litigation and internal investigations.

Spencer has represented clients in the financial services, technology, energy, life sciences, and consumer products industries before federal and state courts and in arbitration. He was part of a three-member arbitration team that secured a complete win for the founders of a start-up company on contract claims brought by a former advisor, and was part of a team that defeated proposed injunctive relief threatening a merger in Hong Kong. Outside the courtroom, Spencer has advised companies and their directors and officers on actual and prospective regulatory enforcement actions.

Spencer's public interest practice has included assisting clients with applications for disability and veterans' benefits.

Spencer earned his J.D., *cum laude*, from the University of Michigan Law School, where he was published in and an editor for the Michigan Law Review. Spencer served as a law clerk for the Honorable Eric N. Vitaliano of the U.S. District Court for the Eastern District of New York. Before law school, Spencer taught high school algebra with the Teach For America program.



Mitchell Nobel

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Mitchell Nobel is a litigator with experience in complex commercial and securities litigation. He has represented private clients against claims alleging breaches of fiduciary duty and violations of state and federal securities laws. Mitchell has also represented government agencies in contractual disputes resulting from major construction projects. In his pro bono practice, he has represented parents challenging actions taken by the New York Department of Family Services.

Mitchell earned his J.D. at Yale Law School, where he served as submissions editor on the Yale Law and Policy Review. After graduation, he served as a law clerk for the Honorable Paul Niemeyer of the U.S. Court of Appeals for the Fourth Circuit Court of Appeals.



Oscar Shine

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Oscar Shine is a litigator with experience in complex commercial disputes, internal investigations, and government enforcement matters.

Oscar has represented clients in labor and employment disputes, securities class actions, and multidistrict products liability litigations. He has also represented prominent corporations in regulatory investigations before the Securities and Exchange Commission, the Commodity Futures Trading Commission, and several state attorneys general. Oscar served on Google's communications staff in the Asia-Pacific region and has worked on matters involving Chinese law.

In his public interest practice, Oscar has represented indigent defendants facing criminal charges in federal court.

Oscar earned his J.D. from the Duke University School of Law, where he was an executive editor of the *Duke Law Journal*. He served as a law clerk to the Hon. Gerald Bard Tjoflat of the United States Court of Appeals for the Eleventh Circuit.

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